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9 [Proposed] Counsel for Debtor and Debtor in Possession

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

CASE NO.: BK-N-24-50288-hlb
Chapter 11– Subchapter V

JUST FLOOR IT!, A NEVADA
CORPORATION

Debtor.

**APPLICATION FOR ORDER
AUTHORIZING THE RETENTION AND
EMPLOYMENT OF DARBY LAW
PRACTICE, LTD. AS COUNSEL TO THE
DEBTOR PURSUANT TO 11 U.S.C. §
327(a), FED. R. BANKR. P. 2014(a),
2016(b) AND 5002, AND LOCAL RULE
2014**

Hearing Date: *See Notice of Hearing*
Hearing Time:

_____/

Debtor and Debtor in Possession, JUST FLOOR IT!, A NEVADA CORPORATION (“Debtor”), hereby submits this application (the “Application”) for an order pursuant to Section 327(a) of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”), Rules 2014(a), 2016(b) and 5002 of the Federal Rules of Bankruptcy Procedure (as amended, the “Bankruptcy Rules”), and Rule 2014 of the Local Bankruptcy Rules for the District of Nevada (as amended, the “Local Rules”), authorizing the retention and employment of DARBY LAW PRACTICE, LTD. (“Darby Law Practice”) as bankruptcy counsel and, in support thereof, respectfully represents as follows:

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2 LEGAL MEMORANDUM

3 I. Jurisdiction and Venue

4 1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and
5 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core
6 proceeding pursuant to 28 U.S.C. § 157(b).

7 II. Relief Requested

8 2. By this Application, Debtor seeks to employ and retain Darby Law Practice to
9 represent Debtor as counsel in connection with the filing and prosecution of the above captioned
10 Chapter 11 case. Accordingly, the Debtor respectfully requests that the Court enter an order pursuant
11 to Bankruptcy Code Section 327(a), Bankruptcy Rules 2014(a), 2016(b), and 5002, and Local Rule
12 2014 authorizing the Debtor to employ and retain Darby Law Practice under a general retainer as
13 their attorney to perform services pursuant to the fee agreement (the "Fee Agreement"), attached as
14 Exhibit 1 in the Declaration of Kevin A. Darby, filed in support of this Application (the "Darby
15 Declaration").

16 III. Background Facts

17 3. On March 26, 2024, Debtor filed a voluntary petition for relief under Chapter 11
18 Subchapter V of the Bankruptcy Code (the "Petition Date").

19 4. As of the date of this Application, Debtor remains in possession and control of the
20 bankruptcy estate as debtor in possession.

21 IV. Services to Be Provided

22 5. Subject to further order of the Court and consistent with the Fee Agreement, Debtor
23 requests the employment and retention of Darby Law Practice to render the following professional
24 services:

- 25 a. to advise Debtor of its rights, powers and duties as a debtor and debtor in
- 26 possession in the continued operation of business and management of their properties;
- 27 b. to take all necessary action to protect and preserve Debtor's estate, including
- 28 the prosecution of actions on Debtor's behalf, the defense of any actions commenced against Debtor,

1 the negotiation of disputes in which Debtor is involved, and the preparation of objections to claims
 2 filed against Debtor's estate;

3 c. to prepare on behalf of the Debtor all necessary motions, applications,
 4 answers, orders, reports and papers in connection with the administration of the Debtor's estate;

5 d. to attend meetings and negotiations with the Subchapter 5 trustee,
 6 representatives of creditors, equity holders or prospective investors or acquirers and other parties in
 7 interest;

8 e. to appear before the Court, any appellate courts and the Office of the United
 9 States Trustee to protect the interests of the Debtor;

10 f. to pursue approval of confirmation of a plan of reorganization and approval
 11 of the corresponding solicitation procedures and disclosure statement; and

12 g. to perform all other necessary legal services in connection with the Chapter
 13 11 Subchapter 5 case. Darby Declaration, ¶ 2.

14 6. Debtor submits that it is essential to employ Darby Law Practice as counsel to
 15 provide the above services. The services of Darby Law Practice are necessary to enable the Debtor
 16 to execute faithfully its duties as debtor in possession.

17 **V. Basis for Relief**

18 7. Under Bankruptcy Code Section 327(a), the Debtor, "with the court's approval, may
 19 employ one or more attorneys... that do not hold or represent an interest adverse to the estate, and
 20 that are disinterested persons, to represent or assist the trustee in carrying out the trustee's duties
 21 under this title." 11 U.S.C. § 327(a). Further, the employment may be set "on any reasonable terms
 22 and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage
 23 fee basis, or on a contingent fee basis." 11 U.S.C. § 328(a).

24 8. Debtor desires to employ Darby Law Practice as counsel in connection with the
 25 representation of Debtor in the Chapter 11 case pending in the District of Nevada.

26 9. Darby Law Practice is willing to render the necessary professional services as
 27 counsel to the Debtor. The Debtor respectfully submit that Darby Law Practice is qualified to serve
 28 as counsel and assume the responsibilities required to render efficient representation to Debtor in

1 this Chapter 11 case.

2 **VI. Darby Law Practice's Qualifications**

3 10. Debtor has selected Darby Law Practice as counsel because of the firm's experience
4 and knowledge in the field of debtor's rights, business reorganizations and liquidations under chapter
5 11 of the Bankruptcy Code. Darby Law Practice has served as counsel to debtors in many Chapter
6 7, 11 and 13 cases in the District of Nevada. Darby Declaration, ¶ 3.

7 **VII. Professional Compensation**

8 11. Debtor submits it is necessary to employ Darby Law Practice under a general
9 retainer to render the foregoing professional services. Darby Law Practice intends to apply to the
10 Court for allowance of compensation and reimbursement of expenses in accordance with applicable
11 provisions of the Bankruptcy Code, the Local Rules and pursuant to any applicable procedures or
12 orders established by the Court. Darby Declaration, ¶ 4. Darby Law Practice shall submit with its
13 fee applications detailed daily time entries for each individual providing services in one-tenth (.10)
14 hour increments, explaining services provided as well as a categorized summary of disbursements
15 and expenses for which Darby Law Practice is seeking reimbursement. *Id.*

16 12. The Debtor, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules
17 and the Local Rules, proposes to pay Darby Law Practice their customary hourly rates in effect from
18 time to time as set forth in the Darby Declaration. *Id.* at ¶ 5. Presently, the hourly rate for
19 professionals is \$550.00. The Debtor submit those rates are reasonable.

20 13. The Debtor paid Darby Law Practice a retainer fee in the amount of \$15,000.00.
21 From that retainer and after applying a courtesy discount to the fees billed, Darby Law Practice was
22 paid \$6,500.00 for pre-Chapter 11 legal services performed, and costs incurred before the Petition
23 Date, including the Chapter 11 filing fee of \$1,738.00. As of the Petition Date, Darby Law Practice
24 holds the remaining \$8,500.00 of the retainer in its trust account.

25 **VIII. Disinterestedness**

26 14. Except as otherwise set forth herein, Darby Law Practice is a "disinterested person"
27 within the meaning of Section 101(14) of the Bankruptcy Code as required by Section 327(a) of the
28 Bankruptcy Code and will not hold or represent an interest adverse to the Debtor's estate and has no

1 connection to the Debtor, creditors, or any other party in interest, their respective attorneys and
2 accountants, the United States trustee, or any person employed in the office of the United States
3 trustee. Id., at ¶ 10.

4 **IX. Conclusion**

5 **WHEREFORE**, Debtor respectfully request entry of an order substantially in the
6 form of Exhibit 1 attached hereto (i) granting the relief requested herein and (ii) such other and
7 further relief as the Court may deem just and appropriate.

8 DATED this 26th day of March, 2024.

9 DARBY LAW PRACTICE, LTD.

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11 By: /s/ Kevin A. Darby
12 KEVIN A. DARBY, ESQ.
13 [Proposed] Counsel for Debtor
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Exhibit 1
PROPOSED ORDER

EXHIBIT 1
PROPOSED ORDER

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8 TRICIA M. DARBY, NVSB# 7956
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13 Reorganization Counsel for Debtor
14 and Debtor in Possession

15 **UNITED STATES BANKRUPTCY COURT**
16 **DISTRICT OF NEVADA**

17 In re:
18 JUST FLOOR IT!, A NEVADA CORPORATION,
19 Debtor.

CASE NO. : BK-N-24-50288-hlb
Chapter 11 – Subchapter V

**ORDER GRANTING DEBTOR'S
APPLICATION AUTHORIZING THE
RETENTION AND EMPLOYMENT OF
DARBY LAW PRACTICE, LTD.
AS COUNSEL TO THE DEBTOR
PURSUANT TO 11 U.S.C. § 327(a), FED.
R. BANKR. P. 2014(a), 2016(b) AND 5002,
AND LOCAL RULE 2014**

Hearing Date:
Hearing Time:

24 _____ /
25 Upon the application (the "Application"), of Debtor and Debtor in possession, JUST
26 FLOOR IT!, A NEVADA CORPORATION (the "Debtor"), in the above-captioned Chapter 11
27 case, for an order pursuant to Section 327(a) of Title 11 of the United States Code, 11 U.S.C. §§
28 101-1532 (as amended, the "Bankruptcy Code"), Rules 2014(a), 2016(b) and 5002 of the Federal
Rules of Bankruptcy Procedure (as amended, the "Bankruptcy Rules") and Rule 2014 of the Local

1 Rules of Bankruptcy Procedure for the District of Nevada (as amended, the “Local Rules”),
2 authorizing the retention and employment of Darby Law Practice, Ltd. (“Darby Law Practice”) as
3 counsel to the Debtor; and this Court having considered the Declaration of Kevin A. Darby in
4 support of the Application (the “Darby Declaration”); and the Court being satisfied, based on the
5 representations made in the Application and the Darby Declaration, that Darby Law Practice
6 represents or holds no interest adverse to the Debtor or the estate with respect to the matters upon
7 which Darby Law Practice is to be engaged and is a “disinterested person,” as such term is defined
8 in Section 101(14) of the Bankruptcy Code, as modified by Section 1107(b) of the Bankruptcy
9 Code; and the Court having jurisdiction to consider the Application and the relief requested therein
10 in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the relief
11 requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper
12 before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the
13 Application having been provided, and it appearing that no other or further notice need be
14 provided; and the relief requested in the Application being in the best interests of the Debtor and
15 their estate and creditors; and the Court having determined that the legal and factual bases set forth
16 in the Application establish just cause for the relief granted herein; and good cause appearing,

17 IT IS HEREBY ORDERED that the Application is granted in its entirety.

18 IT IS FURTHER ORDERED that pursuant to Section 327(a) of the Bankruptcy Code and
19 Bankruptcy Rules 2014(a), 2016(b) and 5002, Debtor’s employment and retention of Darby Law
20 Practice as counsel in accordance with Darby Law Practice’s normal hourly rates and disbursement
21 policies as set forth in the Darby Declaration, pursuant to the Fee Agreement.

22 IT IS FURTHER ORDERED that Darby Law Practice shall apply for compensation and
23 reimbursement in accordance with the procedures set forth in Sections 330 and 331 of the
24 Bankruptcy Code, applicable Bankruptcy Rules, applicable Local Rules, guidelines established by
25 the Office of the United States Trustee for the District of Nevada, and such other procedures as
26 may be fixed by order of this Court.

27 IT IS FURTHER ORDERED that the prepetition retainer monies paid to Darby Law
28 Practice and not expended for prepetition services and disbursements shall be held by Darby Law
Practice as a general retainer as security throughout the Debtor’s bankruptcy case until Darby Law

1 Practice's fees and expenses are awarded and payable to Darby Law Practice on a final basis.

2 IT IS FURTHER ORDERED that the terms and conditions of this order shall be
3 immediately effective and enforceable upon their entry.

4 IT IS SO ORDERED.

5 SUBMITTED BY :

6
7 By: /s/ Kevin A. Darby
8 KEVIN A. DARBY, ESQ.
9 Darby Law Practice, Ltd.
499 W. Plumb Lane, Suite 202
10 Reno, Nevada 89509
(775) 322-1237

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